

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

LP MATTHEWS, L.L.C.,)	
)	
Plaintiff,)	
)	
v.)	C.A. No. 04-1507 (SLR)
)	JURY TRIAL DEMANDED
BATH & BODY WORKS, INC.,)	
and)	
LIMITED BRANDS, INC.,)	
and)	PUBLIC VERSION
KAO BRANDS CO. (f/k/a THE ANDREW)	FILED: JULY 11, 2006
JERGENS COMPANY),)	
and)	DATED: JULY 6, 2006
KAO CORPORATION,)	
)	
Defendants.)	

**DECLARATION OF DAVID M. HILL, ESQ. IN SUPPORT OF THE
OPENING BRIEF IN SUPPORT OF DEFENDANTS BATH & BODY
WORKS, INC. AND LIMITED BRANDS, INC.'S MOTION FOR SUMMARY
JUDGMENT OF UNENFORCEABILITY DUE TO INEQUITABLE CONDUCT**

I, David M. Hill, hereby declare as follows:

1. I am a partner of Ward & Olivo, counsel of record in this action for Defendants Bath & Body Works, Inc. and Limited Brands, Inc. (collectively referred to as the "Limited Defendants"). I am a member of the Bar of the State of New York and have been admitted *pro hac vice* to represent the Limited Defendants in this action. I have personal knowledge of the matters stated in this declaration and would testify truthfully if called upon to do so.

2. Attached hereto as Exhibit A is a true and correct of United States Patent No. 5,063,062, dated November 5, 1991.

3. Attached hereto as Exhibit B is a true and correct copy of United States Patent Application Ser. No. 07/413,395 ("the '395 application") as filed on September 27, 1989.

4. Attached hereto as Exhibit C is a true and correct copy of an Office Action regarding the '395 application, dated June 18, 1990.

5. Attached hereto as Exhibit D is a true and correct copy of an article written by Richard Coleman published in *The Citrus Industry* in November 1975.

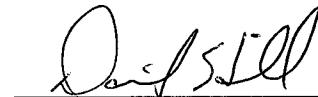
6. Attached hereto as Exhibit E is a true and correct copy of an Office Action Response regarding the '395 application, dated September 18, 1990.

7. Attached hereto as Exhibit F is a true and correct copy of the Board of Patent Appeals & Interferences' Decision on Appeal regarding United States Application Ser. No. 07/786,804, dated April 15, 1997.

8. Attached hereto as Exhibit G is a true and correct copy of an excerpt from the January 12, 2006 deposition of Douglas Greenspan.

9. Attached hereto as Exhibit H is a true and correct copy of an excerpt from the January 14, 2006 deposition of Phillip Low.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed at New York, New York, this 6th day of July, 2006.



David M. Hill